

B 210A (Form 210A) (12/09)

UNITED STATES BANKRUPTCY COURT

Southern District Of New York

In re Lehman Brothers Holdings, Inc.,

Case No. 08-13555 (jointly administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

GoldenTree Entrust Master Fund SPC

GoldenTree Master Fund, LTD

Name of Transferee

Name of Transferor

Name and Address where notices to transferee should be sent:

Court Claim # (if known): **58883**
Date Claim Filed: **10/30/2009**
Partial Amount of Claim Transferred: **\$735,000.00**

**1230 Avenue of the Americas, 3rd Floor
New York, NY 10020
Attention: John DeMartino**

ISIN Number: **XS0242676285**

Phone: **212-847-3500**

Last Four Digits of Acct. #: **n/a**

Phone: **212-847-3500**

Last Four Digits of Acct. #: **n/a**

Name and Address where transferee payments should be sent (if different from above):

SAME

Details of Claim:

This notice relates to a transfer of an undivided interest in a portion in the amount of \$735,000.00 in principal amount of Transferor's claim No. 58883 relating to a guarantee by Lehman Holdings Inc. of a Lehman Program Security identified by ISIN XS0242676285. A copy of the Agreement and Evidence of Transfer of Claim signed by Transferor and Transferee is attached.

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: Latham & Watkins LLP, as agent for Transferee

By: 
885 Third Avenue, NY 10022

Date: **3/11/11**

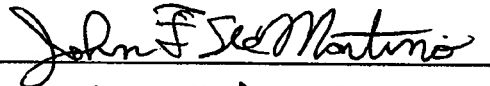
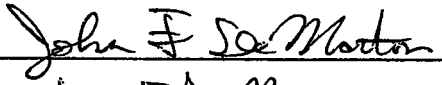
Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM

For good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, **GoldenTree Master Fund, Ltd** ("Seller") does hereby unconditionally and irrevocably sell, transfer and assign unto **GoldenTree Entrust Master Fund SPC** ("Buyer") all rights, title and interest in and to a portion in the amount of \$ **735,000 (principal amount)** of the claims of Seller related to a Lehman Program Security identified by **ISIN XS0242676285** and referenced as Proof of Claim Number **58883** (the "Claim") against Lehman Brothers Holdings Inc. (the "Debtor") whose Chapter 11 bankruptcy case is pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") (or any other court with jurisdiction over the bankruptcy proceedings) as In re Lehman Brothers Holdings Inc., Chapter 11 Case No. 08-13555 (Jointly Administered).

Seller hereby waives any objection to the transfer of the Claim assigned herein (the "Transferred Claim") to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Transferred Claim and recognizing the Buyer as the sole owner and holder of the Transferred Claim. Seller further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Transferred Claim, and all payments or distributions of money or property in respect of the Transferred Claim, shall be delivered or made to the Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Transfer of Claim by its duly authorized representative dated the **3rd day of January, 2011**.

SELLER:  Name: <u>John F. DeMartino</u> Title: <u>Operations Director</u>	BUYER:  Name: <u>John F. DeMartino</u> Title: <u>Operations Director</u>
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